

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:) Chapter 11
)
SEARS HOLDING CORPORATION, <u>et al.</u> , ¹) Case No. 18-23538 (RDD)
)
) Jointly Administered
Debtors.)
)

**JOINDER OF GTM AMERICA CORPORATION
TO RESPONSES OF BH NORTH AMERICAN CORPORATION, KG DENIM
LIMITED, ICON HEALTH & FITNESS, INC., AND XIAMEN LUXINJIA IMP & EXP
CO. LTD. TO DEBTORS' ELEVENTH OMNIBUS OBJECTION TO PROOFS OF
CLAIM (TO RECLASSIFY OR DISALLOW CERTAIN CLAIMS)**

GTM America Corporation (“GTM”) by and through its undersigned counsel, hereby
joins (the “Joinder”) the responses (the “Responses”) of BH North American Corporation
 (“BHNA”) [Docket No. 7359], KG Denim Limited (“KG Denim”) [Docket No. 7369], Icon

¹The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are as follows: Sears Holdings Corporation (0798); Kmart Holding Corporation (3116); Kmart Operations LLC (6546); Sears Operations LLC (4331); Sears, Roebuck and Co. (0680); ServiceLive Inc. (6774); SHC Licensed Business LLC (3718); A&E Factory Service, LLC (6695); A&E Home Delivery, LLC (0205); A&E Lawn & Garden, LLC (5028); A&E Signature Service, LLC (0204); FBA Holdings Inc. (6537); Innovel Solutions, Inc. (7180); Kmart Corporation (9500); MaxServ, Inc. (7626); Private Brands, Ltd. (4022); Sears Development Co. (6028); Sears Holdings Management Corporation (2148); Sears Home & Business Franchises, Inc. (6742); Sears Home Improvement Products, Inc. (8591); Sears Insurance Services, L.L.C. (7182); Sears Procurement Services, Inc. (2859); Sears Protection Company (1250); Sears Protection Company (PR) Inc. (4861); Sears Roebuck Acceptance Corp. (0535); SR-Rover De Puerto Rico, LLC (f/k/a Sears, Roebuck de Puerto Rico, Inc.) (3626); SYW Relay LLC (1870); Wally Labs LLC (None); SHC Promotions LLC (9626); Big Beaver of Florida Development, LLC (None); California Builder Appliances, Inc. (6327); Florida Builder Appliances, Inc. (9133); KBL Holding Inc. (1295); KLC, Inc. (0839); Kmart of Michigan, Inc. (1696); Kmart of Washington LLC (8898); Kmart Stores of Illinois LLC (8897); Kmart Stores of Texas LLC (8915); MyGofer LLC (5531); Sears Brands Business Unit Corporation (4658); Sears Holdings Publishing Company, LLC. (5554); Sears Protection Company (Florida), L.L.C. (4239); SHC Desert Springs, LLC (None); SOE, Inc. (9616); StarWest, LLC (5379); STI Merchandising, Inc. (0188); Troy Coolidge No. 13, LLC (None); BlueLight.com, Inc. (7034); Sears Brands, L.L.C. (4664); Sears Buying Services, Inc. (6533); Kmart.com LLC (9022); Sears Brands Management Corporation (5365); and SRe Holding Corporation (4816). The location of the Debtors’ corporate headquarters is 3333 Beverly Road, Hoffman Estates, Illinois 60179.

Health & Fitness, Inc. (“Icon”) [Docket No. 7371], and Xiamen Luxinjia Imp & Exp Co. LTD. (“LXJ” and together with the other responding parties, “Claimants”) [Docket No. 7372] to the *Debtors’ Eleventh Omnibus Objection to Proofs of Claim (To Reclassify or Disallow Certain Claims)* (the “Objection”) [Docket No. 7213], and explicitly incorporates all of the arguments incorporated in the Responses into this Joinder.²

RESERVATION OF RIGHTS

GTM expressly reserves and preserves its rights to supplement this Joinder. Additionally, to the extent that this Court grants any of the relief sought by the Debtors’ Objection, GTM expressly reserves and preserves its appellate rights.

CONCLUSION

For the foregoing reasons, GTM respectfully requests that the Court (i) sustain Claimants’ Responses and GTM’s Joinder, and deny the Debtors’ Objection, and (ii) grant such other and further relief as is just and proper.

Dated: March 18, 2020

Respectfully Submitted,

LOWENSTEIN SANDLER PC

By: /s/ Eric S. Chafetz, Esq.
Eric S. Chafetz, Esq.
Lindsay H. Sklar, Esq.
1251 Avenue of the Americas
New York, NY 10020
Telephone: (212) 262-6700
Facsimile: (212) 262-7402

Counsel to GTM America Corporation

² GTM is engaged in negotiations with the Debtors concerning the claim objection and any potential preference claims, and is hopeful that it can reach a consensual resolution.